

BAYSHORES COMMUNITY ASSOCIATION

AMENDMENT TO BYLAWS

Article V, Section 2, as previously amended July 25, 1974, May 6, 1975 and November 3, 2007 is hereby amended with the following addition:

Section 2: Number and Qualifications of Directors:

§ I. Incumbent Requirements. To remain qualified to serve on the Board of Directors, an Owner who has been elected to the Board of Directors must:

- (a) Not be absent from more than three (3) consecutive regularly scheduled meetings of the Board;
- (b) Attend at least seventy-five percent (75%) of the board meetings held during the year and attend the entire meeting each time;
- (c) Comply with every duly approved action of the Board;
- (d) Comply with the Governing Documents and correct, within five (5) days after receipt of notice, any violation of the Governing Documents for which that Director has been determined to be responsible pursuant to applicable due process requirements;
- (e) Not be more than three (3) months in arrears in the payment of any Assessment;
- (f) Exhibit respect, professionalism and courteous behavior to other Directors, Owners, committee members, vendors, the Manager and its staff, and any other Persons associated with or retained by the Association;
- (g) Refuse any type of gain, such as money, services, products, gifts or gratuities of a significant value as determined by a majority vote of the Directors who meet all of the required qualifications to serve as such, which gain is offered in relation to the Owner's service as a Director. In addition, the Owner must disclose such offers at an open meeting of the Board. Compensation for services duly approved by the Board and unrelated to duties as a Director or Officer of the Association, and reimbursement of expenses associated with services to the Association, do not constitute prohibited gain within the meaning of this subsection, and;
- (h) Not act in a manner determined by a majority vote of the Directors to be grossly detrimental to the general safety, health or welfare of the Association and its members.

CERTIFICATE OF SECRETARY REGARDING AMENDMENT TO BYLAWS

I, the undersigned, do hereby certify that:

I am the duly elected and acting Secretary of Bayshores Community Association, a California nonprofit mutual benefit corporation ("the Corporation" or "Bayshores"); and

As of September 21, 2013, the Members of Bayshores voted at a duly noticed annual meeting to amend the Corporation's Bylaws at Article V, Section 2: Number and Qualifications of Directors, by adding § I. Requirements for Serving on the Board.

The foregoing is a true and correct statement of the Amendment as duly adopted by the approval of at least a majority of the quorum of Members at the annual meeting held on the 21st day of September, 2013, and constitutes the fourth Amendment of the Corporation's Bylaws, which were previously amended on July 25, 1974, May 6, 1975, and November 3, 2007.

IN WITNESS WHEREOF, I have hereunto set my hand and executed this Certificate of

Secretary this

16th, October day of, 2013.

Heidi Ambe

